

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

GHER Solutions, LLC.,	§	
	§	
Plaintiff,	§	
	§	CIVIL ACTION NO.
	§	4:19-cv-00655-O
v.	§	
	§	
HEB GROCERY COMPANY, LP.,	§	JURY TRIAL DEMANDED
	§	
Defendant.	§	

DECLARATION OF TODD MEAGHER

Pursuant to 28 U.S. Code § 1746 I swear:

1. My name is Todd Meagher. The facts set forth in this Declaration are true and correct based upon my personal knowledge of these facts and the operation of the GHER Solutions, LLC business.
2. I was the initial founder of GHER Solutions, LLC., I incorporated the company as a Delaware limited liability company and listed myself as its managing member on January 3, 2011, Approximately four months later, and nearly 6 years before HEB Grocery Company filed its lawsuit against me and my wife, Alexis, on May 25, 2011, I transferred my ownership interest in GHER Solutions, LLC to my son, Nickolas Meagher, and amended its certificate of formation documents to reflect that Nickolas was GHER Solutions, LLC's sole and managing member. *See Exhibit A attached to GHER Solutions' Response to HEB's Motion to Dismiss.* At that time I was pursuing other ventures.
3. After operating GHER Solutions, LLC for many years, Nickolas lost interest in the business and started a new venture. In 2014, I reacquired the business from my son and became both a member and the managing member of GHER Solutions, LLC. Also at that time, I began raising capital from outside investors and bringing in new partners.
4. After reacquiring the business and becoming the managing member of GHER Solutions, LLC, I raised capital from outside investors and brought in partners as a fiduciary to protect GHER Solutions, LLC, its investors and partners, and its assets from any potential claims such as those being threatened from HEB Grocery Company, LP.

5. While at first I wasn't sure if I should consider GHER Solutions, LLC a "related company" of mine, on July 22 2019, I received an email from Evan Scheuer, an investor and stakeholder in GHER Solutions, LLC, which raised serious concerns about a September 21, 2017 demand letter that had been sent to me from Tyson Smith, attorney for HEB Grocery Company, LP. In this letter, HEB was filing a lawsuit against me and was threatened to take a judgment against "any related company" of mine. Mr. Scheuer requested that I confirm GHER Solutions, LLC was not exposed to being dragged into this litigation from HEB since GHER Solutions, LLC was a related company owned by me. *See Scheuer letter attached as Exhibit B and see HEB demand letter attached as Exhibit C to GHER Solutions' Response to HEB's Motion to Dismiss.*
6. Because I had a fiduciary duty to the GHER Solutions, LLC, I filed for a Declaratory Judgment action with this Court on behalf of GHER Solutions, LLC to declare that GHER Solutions, LLC's use of the term "MyStore" in its domain name mystore.network or as the brand name for its software, web portal services and applications does not infringe on HEB Grocery Company's MI TIENDA trademarks. I took the September 21, 2017 letter sent by HEB's lawyer as a real threat of litigation. The letter states: "HEB would be willing to forego serving the complaint and enter a consent judgment in which Mr. Meagher and MyStore, Inc. (**and any related company or person**)" ... The demand letter further stated: "HEB intends to seek its costs and attorney fees if the matter is not promptly resolved by agreement." *See Exhibit C.* I took this statement of "any related company" as a threat to drag GHER Solutions, LLC into this lawsuit. If HEB was willing to frivolously drag my wife Alexis into a lawsuit, I had no doubt that they would drag GHER Solutions, LLC, and its investor partners into the lawsuit also. The fact that the September 21, 2019 letter enclosed a copy of the lawsuit HEB had just filed, I took this as more than just some empty threat.
7. In addition to Mr. Scheuer's concern that GHER Solutions, LLC as a "related company" was exposed to litigation, my son Nickolas Meagher is concerned he could also be exposed to possible litigation as a "related person" of Mr. Meagher's. Also, Mike Lindell of Mike Lindell Products, LLC which has intervened in this case and is also concerned that after the purchase of the domain names mystore.com and mitienda.com for considerable money from GHER Solutions, LLC, he too, could be exposed to litigation from HEB Grocery Company which could possibly lead to litigation against the company
8. Exhibit "A" attached to GHER Solutions, LLC's Response to the Motion to Dismiss is a true and correct copy of the State of Delaware Certificate of Amendment for GHER Solutions, LLC. Exhibit "B" attached to GHER Solutions, LLC's Response to the Motion to Dismiss is a true and correct copy of Evan Scheuer's correspondence dated July 22, 2019 to myself raising concerns as a stakeholder in GHER Solutions, LLC regarding the impending litigation by HEB Grocery, LC. Exhibit "C" is the September 21, 2017 demand letter sent by Tyson Smith, attorney for HEB Grocery, LP. which I received and later forwarded to Mr. Scheuer.
9. I am the Custodian of Records for GHER Solutions, LLC and Exhibits A-C attached to GHER Solutions, LLC's Response to HEB's Motion to Dismiss are business records kept by myself as the Custodian of Records in the routine course of business of GHER Solutions, LLC. It is in the routine course of business of GHER Solutions, LLC for me to retain these records and

such records are stored, recorded, copies and kept in the routine course of business at or near the time of the event recorded.

"I declare under penalty of perjury that the foregoing is true and correct."

Executed on September 30, 2019.

By: 

(Signature) Todd Meagher